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Patent and Trademark Office

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the attached original documents or copy thereof.

U.S. Patent & TMO/TM Mail Rpt Dt. #57

1. Name of Conveying party(ies):

J.P. Morgan & Co. Incorporated

Individual Association
General Partnership Limited Partnership
X Corporation (Delaware)
Other

Additional name(s) of conveying party(ies) attached? Yes X No

2. Name and address of receiving party(ies):

Name: J.P. Morgan Chase & Co.
Street Address: 270 Park Avenue
City: New York State: New York ZIP: 10017

Individual(s) citizenship
Association
General Partnership
Limited Partnership
X Corporation Delaware
Other

If assignee is not domiciled in the United States, a domestic representative is attached: Yes No

Additional name(s) & address(es) attached? Yes X No

3. Nature of conveyance:

5-4-01

Assignment X Merger
Security Agreement Change of Name
Other

Execution Date: December 31, 2000

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

SEE ATTACHED SCHEDULE OF REGISTRATIONS AND APPLICATIONS
Additional numbers attached? X Yes No

5. Name and address of party to whom correspondence should be mailed:

Name: Collard & Roe, P.C.
Internal Address:

Street Address: 1077 Northern Boulevard

City: Roslyn State: NY ZIP: 11576

6. Total number of applications and registrations involved: 54

7. Total fee (37 CFR 3.41): \$ 1365.00

X Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 03-2468

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DO NOT USE THIS SPACE

9. Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Stewart J. Bellus
Name of Person Signing

Signature

May 4, 2001
Date

Total number of pages comprising cover sheet: 8

J.P. MORGAN & CO U.S. SCHEDULE OF MARKS

MARK	U.S. REG./SERIAL NO.
23 WALL STREET FACADE	2316253
ADR ROUNDTABLE	75/773993
ADVICE WORTH SEEKING	75/613425
ARRAKIS	75/768980
CAPITALMETRICS	75/336293
COLLATERAL OPTIMISATION	2283687
COMPS	2114605
CONSUMER PRICE INDEXED SECURITIES	76/150850
CORPORATEMETRICS	75/355985
CPIS	76/150924
CRAVE	2000295
CREDIT DERIVATIVES ORBIT	76/057740
CREDITMANAGER	2291630
CREDITMETRICS	2114801
CREDITRADAR	2004174
DATAMETRICS	75/567401
ECOLLATERAL	75/890672
EMBI	1988629
FOURFIFTEEN	2080200
FPML	75/721812
FXALL	76/103905
GEMDI	75/722854
GLOBAL 50	2380333

MARK	U.S. REG./SERIAL NO.
HANDSHAKE	76/036559
INNOVATEERS	76/103904
J.P. MORGAN COMMODITY INDEX	2056745
JPM	2074367
JPM TECHNOLOGY GLOBAL VENTURES	75/920810
JPMCI	2018954
JPMTGV	75/920811
MORGAN MARKETS	75/626848
MORGAN MEANS MORE	2192581
MUTUALMETRICS	75/336225
PENSIONJUNCTION (STYLIZED)	76/103903
PENSIONMETRICS	75/756303
RECONS	75/535890
RISKMETRICS	2018866
SAGE	75/421067
SAM	75/589659
SMART INDEX	75/376850
SMART INDEXING	75/376849
SMARTINDEX	75/376852
SMARTINDEXING	75/376851
STRONGHANDSHAKE	76/036558
SWAPSWIRE	76/010887
SWAPSWIRE	76/103902
SYNDINET	75/867585
SYNDIRECT	75/938224

MARK	U.S. REG./SERIAL NO.
TAX-AWARE EQUITY MANAGEMENT	1990537
TECHNOLOGY DEFAULT SWAP	76/010888
TOMORROW'S E-FINANCE TODAY	76/144,836
TRANSACTPLUS (STYLIZED)	76/103900
TRRACTION	75/929397
TRRACTION	76/103901

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"J. P. MORGAN & CO. INCORPORATED", A DELAWARE CORPORATION, WITH AND INTO "THE CHASE MANHATTAN CORPORATION" UNDER THE NAME OF "J.P. MORGAN CHASE & CO.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2000, AT 11:10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2000.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1044633

DATE: 03-26-01

TRADEMARK
REEL: 002295 FRAME: 0273

CERTIFICATE OF MERGER

OF

THE CHASE MANHATTAN CORPORATION

UNDER SECTION 251 OF THE

GENERAL CORPORATION LAW

OF THE STATE OF DELAWARE

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware, The Chase Manhattan Corporation, a Delaware corporation (the "Corporation"), hereby certifies the following information relating to the merger of J. P. Morgan & Co. Incorporated, a Delaware corporation ("J.P. Morgan"), with and into the Corporation (the "Merger"):

FIRST: The names of the constituent corporations in the Merger (the "Constituent Corporations") and their states of incorporation are as follows:

<u>Name</u>	<u>State</u>
The Chase Manhattan Corporation	Delaware
J. P. Morgan & Co. Incorporated	Delaware

SECOND: The Agreement and Plan of Merger, dated as of September 12, 2000 (the "Merger Agreement"), between the Corporation and J.P. Morgan, setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The surviving corporation in the Merger is The Chase Manhattan Corporation, which as of the effective time of the Merger will change its name to J.P. Morgan Chase & Co. (the "Surviving Corporation").

FOURTH: The certificate of incorporation of the Corporation shall be the certificate of incorporation of the Surviving Corporation, except that such certificate of incorporation shall be as amended as follows:

1. Article FIRST is hereby amended to read in its entirety as follows:

"FIRST. The name of the Corporation is J.P. Morgan Chase & Co."

2. The voting powers, designations, preferences and relative, participating, optional or other special rights, and the qualifications, limitations or restrictions thereof, of each series of Preferred Stock of the Corporation, as set forth in the Appendices to the certificate of incorporation of the Corporation, are hereby amended by deleting each reference therein to "THE CHASE MANHATTAN CORPORATION" and inserting in lieu thereof a reference to "J.P. MORGAN CHASE & CO." and by deleting each reference therein to "The Chase Manhattan Corporation" that refers to the Corporation and inserting in lieu thereof a reference to "J.P. Morgan Chase & Co."

FIFTH: The executed Merger Agreement is on file at the office of the Surviving Corporation located at 270 Park Avenue, New York, New York 10017.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

SEVENTH: This Certificate of Merger, and the Merger provided for herein, shall become effective at 11:59 p.m. on December 31, 2000.

IN WITNESS WHEREOF, this Certificate of Merger has been executed on this
29th day of December, 2000.

THE CHASE MANHATTAN CORPORATION

By: 

Anthony J. Horan
Secretary